

CORPORATE CHARTER APPROVAL SHEET

** KEEP WITH DOCUMENT **

DOCUMENT CODE TCI BUSINESS CODE _____

04-08-1800012339

Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transf error) _____



ID # 00000308 ACK # 1000362008601975
PAGES: 0004
HFA STEEPLECHASE LLC (F/K/A STAR/HIRSCH
STEEPLECHASE, L.L.C.)

10/19/2015 AT 03:41 P WO # 0004540315

Surviving (Transferee) _____

New Name _____

FEES REMITTED

Base Fee: 20
Org. & Cap. Fee: _____
Expedite Fee: _____
Penalty: _____
State Recordation Tax: \$345,168
State Transfer Tax: 345,167
Certified Copies _____
Copy Fee: _____
Certificates _____
Certificate of Status Fee: _____
Personal Property Filings: _____
Mail Processing Fee: _____
Other: Baltimore County 1,038,560
TOTAL FEES: 1,725,855

_____ Change of Name
_____ Change of Principal Office
_____ Change of Resident Agent
_____ Change of Resident Agent Address
_____ Resignation of Resident Agent
_____ Designation of Resident Agent
and Resident Agent's Address
_____ Change of Business Code
_____ Adoption of Assumed Name
_____ Other Change(s)

Credit Card _____ Check _____ Cash _____

Code _____

Attention: _____

Mail: Name and Address

RESIDENTIAL TITLE & ESCROW COMPANY
STE 200
100 PAINTERS MILL RD
OWINGS MILLS MD 21117

Approved By: 14 _____

Keyed By: initial _____

COMMENT(S):

Real Property
location

Baltimore County

Stamp Work Order and Customer Number HERE

CUST ID: 0003323735
WORK ORDER: 0004540315
DATE: 10-19-2015 03:41 PM
AMT. PAID: \$1,725,855.00

REPORT OF TRANSFER OF CONTROLLING INTEREST

Office Use Only

(Please read the instructions below before completing this form)

1. Type of filing: ☒ Regular ☐ Permissive

2. Date of final transfer: October __, 2015

3. Name of Real Property Entity whose interest is being transferred: HPA Steeplechase LLC
(F/K/A Star/Hirsch Steeplechase, L.L.C.)

4. Mailing address for Real Property Entity: c/o Hirschfeld Management Inc.
1030 New Britain Ave, West Hartford CT 06110

5. Type of Real Property Entity: ☐ Corp ☒ LLC ☐ LP ☐ GP or Joint Venture
☐ Unincorporated REIT ☐ Other-specify _____

6. State of formation: DE

7. Total consideration for the controlling interest being transferred: \$ 69,033,333.00

8. List below the value attributable to each of the following assets:

a) Maryland Real Property	\$ 69,033,333.00
b) Non-Maryland Real Property	\$ _____
c) Cash	\$ _____
d) Securities	\$ _____
e) Maryland Tangible Personal Property*	\$ _____

*Provide SDAT personal property account # for each return:

f) Non-Maryland Tangible Personal Property	\$ _____
g) Other: Attach description and method of valuation	\$ _____

9. Gross value of Real Property Entity assets: \$ 69,033,333.00

10. Real property in Maryland directly or beneficially owned by the Real Property Entity:

Parcel 1:

Baltimore County 8 18000712339 10337 Society Park Drive, Cockeysville, MD 21030
 County Name SDAT Account No. Address or brief description
 Description of building/improvements: Apartments
 Title holder if different from Item 3 above: _____
 Consideration attributable to the parcel: \$ 69,033,333.00

Parcel 2:*

County Name SDAT Account No. Address or brief description
 Description of building/improvements: _____
 Title holder if different from Item 3 above: _____
 Consideration attributable to the parcel: \$ _____
 *If more than two parcels, attach a separate sheet and indicate total number of parcels: _____

11. Specify and explain any exemptions authorized by law being claimed with this filing:

(Attach a separate sheet if more space is required).

12. Transfer and Recordation taxes paid with this filing:

Item 7 amount: \$ 69,033,333 x 69,033,333 = \$ 69,033,500 x 0.5 = \$ 345,168
 Item 8a amount
 Item 9 amount: \$ 69,033,333 x 69,033,333 = \$ 69,033,333 x 0.5% = \$ 345,167
 Total amount Co. Rate Co. Recordation
 \$ 69,033,333 x 1.5 = \$ 1,035,500
 Total amount Co. Rate Co. Transfer

Total Taxes \$ 1,725,835
 Add the \$20 filing fee to the amount of the total taxes and make the check payable to the State Department of Assessments & Taxation.

13. I hereby declare under the penalties of perjury, pursuant to § 1-201 of the Maryland Tax-Property Code Annotated, that this filing (including any accompanying forms and attachments) has been examined by me and the information contain herein, to the best of my knowledge and belief, is true, correct and complete, that I am authorized to make this filing on behalf of the Real Property Entity, that I have accurately reported the percentage of controlling interest being transferred, that I have fully reported the consideration attributable to Maryland Real Property, and that I have answered truthfully each item of information requested on the form.

Jeffrey A. Hirschfeld
 Signature of authorized filer Date
 Authorized Representative

14.) Contact information for this filing:

Simon Marciano		410-332-8514	
Name		Telephone	
NQGRG, 1 South Street, 27th Floor	Baltimore	MD	21202
Address	City	State	Zip code

CUST ID:0003323735
WORK ORDER:0004540315
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